



**BANCO ABC BRASIL S.A.
PUBLICLY-HELD COMPANY
CNPJ/MF nº 28.195.667/0001-06**

MATERIAL FACT

**LONG-TERM INCENTIVE (“LTI”) PLAN
TO MANAGEMENT**

In compliance with CVM Resolution nº 44, of August 23, 2021, Banco ABC Brasil S.A (“ABC Brasil” or “Company”) comes to public to inform its Shareholders and the Market that, pursuant to the Management Remuneration Policy approved at the Extraordinary General Meeting held on February 22, 2021 (“Policy”), it will implement a new Long-Term Incentive (“LTI”) system to management, which was also approved by the Board of Directors at meetings held on September 21, 2021, and February 09, 2022.

The LTI consists of programs directed to members of the Executive Committee, Directors, and key professionals of the Company, and includes a variable compensation structure based on a deferred grant of preferred shares, which are linked to ABC Brasil’s profitability, minimum periods of permanence of the employee with ABC Brasil, deadlines for effective shares grants, as well as other typical market conditions for eligibility and permanence in this type of program. In the case of the members of the Executive Committee, the LTI also includes the maintenance of a minimum number of preferred shares held by each of its members.

The LTI’s goal is to further develop and enhance policies for attracting, motivating, and retaining talent, aligning the interests of ABC Brasil’s employees with the earnings generation and long-term sustainable value creation. Additionally, the LTI aims at incentivizing the coordinated succession of key positions at ABC Brasil.

The LTI will replace the current Shareholders’ Agreement signed on June 8, 2009, among the Company, its parent Marsau Uruguay Holdings Sociedad Anonima, and selected ABC Brasil senior management. As a result of its implementation, the common shares of ABC Brasil object of the Shareholders’ Agreement will be consolidated into its parent, and the Shareholders’ Agreement will be terminated.

São Paulo, February 11, 2022.

**Sergio Ricardo Borejo
Investor Relations Officer**